

## 27404 - Principles of law and mercantile law

### Syllabus Information

**Academic Year:** 2019/20

**Subject:** 27404 - Principles of law and mercantile law

**Faculty / School:** 109 - Facultad de Economía y Empresa

**Degree:** 417 - Degree in Economics

**ECTS:** 6.0

**Year:** 1

**Semester:** First semester

**Subject Type:** Basic Education

**Module:** ---

### 1.General information

#### 1.1.Aims of the course

#### 1.2.Context and importance of this course in the degree

#### 1.3.Recommendations to take this course

### 2.Learning goals

#### 2.1.Competences

#### 2.2.Learning goals

#### 2.3.Importance of learning goals

### 3.Assessment (1st and 2nd call)

#### 3.1.Assessment tasks (description of tasks, marking system and assessment criteria)

### 4.Methodology, learning tasks, syllabus and resources

#### 4.1.Methodological overview

The learning process designed for this subject is based on: the course has a theoretical and practical dimension. Therefore the methodology combines, on the one hand, in-person classes (with theoretical and practical teaching based on the case method, oral presentation and discussion by students) and, on the other, independent work by students which takes place outside the classroom.

#### 4.2.Learning tasks

The program offered for students to help them achieve the expected results includes the following activities:

##### ***On-site activities***

Activities which require the student's presence in the classroom shall alternate conveniently theory lectures and case method and problem based learning.

##### ***Exhibition and knowledge systematization in charge of professors***

These activities are assigned a total of 30 hours per student and group. Such classes provide students with a first contact with theoretical concepts and basic knowledge that will allow them subsequently a more efficient

personal work and, ultimately, a better understanding of the subject. These sessions will be held once a week.

### **Dynamic activities between lecturers and students**

To perform these kinds of activities the main group is divided into two subgroups. Time allocated for these tasks is 30 hours per student and subgroup.

The skills promoted through these classes are: Participation of the student in the classroom will be encouraged through case method. By means of this system the student develops their ability to identify and analyze legal problems as well as his or her critical sense and oral skills. In addition, in this way, the student becomes familiar with the use of legal terminology. Acquisition of transversal competency consisting of ICT use for the location of legal information.

These activities are complemented by mentorship and seminars to clear up doubts and clarify the most complex theoretical and practical contents of the subject and to supervise work developed by students.

### **Self-directed learning or personal work**

Personal work outside the classroom is also essential for learning. It will consist of, among other activities:

1. Reading and directed study of bibliographical material indicated and / or provided by the professor responsible for the group.
2. Analysis and resolution of issues and cases proposed by the teacher.
3. The study of the theoretical and practical contents, resolution of practical cases, as well as consultation and analysis of information required for legal task implementation.

## **4.3. Syllabus**

Lesson 1. THE LAW. 1.1. The Law 1.2. Legal rules. 1.3. Law and economics.

Lesson 2. PATRIMONIAL LEGAL RELATIONS. 2.1. Patrimonial legal relations. 2.2. Participants in economic activities. 2.3. Property Rights. Right of ownership. Limited real rights.

Lesson 3. EXCHANGE OF GOOD AND SERVICES. 3.1 Obligations. 3.2. Guarantees. 3.3. Contracts.

Lesson 4. FAMILY LAW AND SUCCESSION LAW PATRIMONIAL ELEMENTS. 4.1. Family Law patrimonial elements. Matrimonial Property Regimes. Civil unions. 4.2. Succession Law patrimonial elements.

Lesson 5. BUSINESS PERSONS. 5.1. Businesspersons. 5.2. Businesspersons' Liability. 5.3. Sole trader. 5.4. Business companies 5.5. Businesspersons' Contributors (*colaboradores del empresario*).

Lesson 6. BOOKKEEPING AND PUBLIC REGISTRAR DUTIES. 6.1. Bookkeeping. 6.2. Public registration duties. Business Registry.

Lesson 7. ANTITRUST LAW, UNFAIR COMPETITION AND INTELLECTUAL PROPERTY 7.1. The duty to compete. 7.2. Antitrust Legal Regime. 7.3. Unfair competition practices. 7.4. Trademarks. 7.5. Trade Names. 7.6. Business Signs. 7.7. Patents.

Lesson 8. BUSINESS COMPANIES. 8.1. Evolution and importance of business companies. 8.2. Legal entities. 8.3. Types of legal entities. 8.3. Formal incorporation requirements. Companies' legal personality. 8.4. Companies in process of formation and companies in an irregular situation. 8.5. Incorporation agreements and unilateral company incorporation (sole proprietorship).

Lesson 9. CORPORATIONS (I). 9.1. Corporations incorporation. 9.2. Contributions 9.3. Quotas and shares. 9.4. General meeting. 9.5. Corporations governance.

Lesson 10. CORPORATIONS (II). 10.1. Articles of association amendments. 10.2. Members and shareholders' withdrawal and exclusion. 10.3. Winding up/ liquidation and dissolution 10.4. La sociedad nueva empresa. 10.5. Listed companies.

Lesson 11. BILLS OF EXCHANGE; CHEQUES AND PROMISSORY NOTES. 11.1. Negotiable instruments 11.2. Bills of Exchange. 11.3. Cheques/ checks. 11.4. Promissory notes.

Lesson 12. BANKRUPTCY. 12.1. Prerequisites for opening bankruptcy proceedings. 12.2 Bankruptcy proceedings bodies. 12.3. Effects of declaring bankruptcy proceedings open 12.4. Aggregate assets and liabilities. 12.5. Bankruptcy solutions: composition and winding up. 12.6. Classification of the insolvency. 12.7. Conclusion and reopening of bankruptcy proceedings.

## **4.4. Course planning and calendar**

### **Onsite session schedule and assignment presentation**

The scheduling as well as theoretical and practical assignments and work planning will be made known at the beginning of the academic term.

**In?class hours**

**Off?site hours**

<b>Whole Group</b>	<b>Practical activities</b>	<b>Seminars</b>	<b>ECTS Tutorials</b>	<b>Student's autonomous work</b>
30 h.	30 h.	--	15 h.	75 h.

## WEEKLY SCHEDULE

	Tipo Actividad
1 <sup>st</sup> Week	Introduction to Subject. Unit I Topic Lecture.
2 <sup>nd</sup> Week	Unit I Topic Lecture. Unit I Practice Session
3 <sup>rd</sup> Week	Unit I Topic Lecture. Unit I Practice Session
4 <sup>th</sup> Week	Unit I Topic Lecture. Unit I Practice Session
5 <sup>th</sup> Week	Unit I Topic Lecture. Unit I Practice Session
6 <sup>th</sup> Week	Unit II Topic Lecture. Unit II Practice Session
7 <sup>th</sup> Week	Unit II Topic Lecture. Unit II Practice Session.
8 <sup>th</sup> Week	Unit II Topic Lecture. Unit II Practice Session
9 <sup>th</sup> Week	Unit II Topic Lecture. Unit II Practice Session
10 <sup>th</sup> Week	Unit II Topic Lecture. Unit II Practice Session
11 <sup>th</sup> Week	Unit II Topic Lecture. Unit II Practice Session
12 <sup>th</sup> Week	Unit II Topic Lecture. Unit II Practice Session
13 <sup>th</sup> Week	Unit II Topic Lecture. Unit II Practice Session
14 <sup>th</sup> Week	Unit II Topic Lecture. Unit II Practice Session
15 <sup>th</sup> Week	Unit II Topic Lecture. Unit II Practice Session
Exam	Exam

For further details concerning the timetable, classroom and more information regarding this course please refer to the "Facultad de Economía y Empresa" website (<http://econz.unizar.es/>).

Tutorials: Office hours to be determined.

Webpage: By means of ?Anillo Digital Docente? (ADD) or his/her webpage, the lecturer will promptly inform about the availability of readings, practical cases, exercises and news about the subject for the completion of different tasks.

Students have the materials for learning the subject in the ADD or on the website of each lecturer.

### 4.5. Bibliography and recommended resources

The updated scientific bibliography for the subject shall be available at the library website: <http://psfunizar7.unizar.es/br13/eBuscar.php?tipo=a>

#### Basic bibliography

Lacruz Berdejo, J.L.: *Nociones de Derecho Civil Patrimonial e Introducción al Derecho* (rev. J. Delgado y M.A. Parra), Dykinson, Madrid.

Sánchez Calero, F.: *Principios de Derecho Mercantil* (rev. J. Sánchez-Calero Guilarte), Aranzadi, Cizur Menor

(Navarra).

**Other resources**

Only in-force laws and regulations are permitted (Spanish Constitution, Civil Code, Commercial Code, Capital Company Act). All must be consulted in latest edition.